

FMC SENIOR SERVICES INC.
2812 N.E. 5TH AVENUE
BOCA RATON, FL 33431

P02000003361

December 20, 2001

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

FILED
02 JAN -7 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: FMC SENIOR SERVICES INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50. The corporation to be effective January 2, 2002.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,


FRAN CERAOLO

400004754534--4
-01/07/02--01025--006
****122.50 *****78.75

EFFECTIVE DATE
01-02-02

01-10-02
3

**ARTICLES OF INCORPORATION
OF
FMC SENIOR SERVICES INC.**

The undersigned subscriber(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **FMC SENIOR SERVICES INC.**

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.
The corporation to be effective January 2, 2002.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one thousand shares (1000) of one dollar (\$1.00) par value Common Stock, which shall be designate "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The principal mailing address of the corporation is:

**FMC SENIOR SERVICES INC.
2812 N.E. 5TH AVENUE
BOCA RATON, FL 33431**

The name and street address of the Initial Registered Agent of this Corporation is:

**FRAN CERAOLO
2812 N.E. 5TH AVENUE
BOCA RATON, FL 33431**

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director(s) of the corporation is (are) as follows:

**FRAN CERAOLO
2812 N.E. 5TH AVENUE
BOCA RATON, FL 33431**

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TALLAHASSEE FLORIDA

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ARTICLE VII - INCORPORATORS

The name and address of the incorporator(s) signing these Articles of Incorporation is as follows:

FRAN CERAOLO
2812 N.E. 5TH AVENUE
BOCA RATON, FL 33431

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation
this 2 day of January, 2001.

Nicole Fisher (Seal)

_____ (Seal)

STATE OF FLORIDA)
COUNTY OF Palm Beach) SS

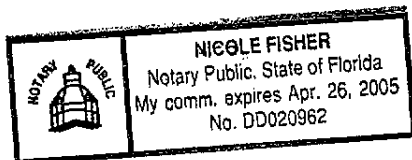
before me, a Notary Public authorized to take acknowledgments in the State and County set forth
above, personally appeared:

Janine Cerullo
Signature

FLDL C-640-240-SS-8870
Form of Identification

known to me and known to be the person who executed the foregoing Articles of Incorporation, who
acknowledged before me that she executed these articles of Incorporation, that I relied upon
the form of identification of the above named person as indicated opposite the name, and that an oath
(was) (was not) taken.

Witness my hand and official seal in the County .
and State last aforesaid this 2 day of January 2001



Nicole Fisher
Notary Signature

Nicole Fisher
Printed Notary Name

**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

***CERTIFICATE OF REGISTERED AGENT
OF
FMC SENIOR SERVICES INC.***

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FILED

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

**2812 N.E. 5TH AVENUE
BOCA RATON, FL 33431**

has named FRAN CERAOLO located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



(Registered agent)